

## **CONSTITUTION AND RULES**

1. Name  
The name of the Society shall be Shawbury Village Players and membership is all inclusive.
2. Objects  
The objects of the Society shall be:
  - a. To afford member/s the opportunity of developing and expressing their interest in drama and musical plays;
  - b. To enable members to develop an interest in all aspects of theatrical production;
  - c. The performance of drama and musical plays;
  - d. The provision of social functions and of social intercourse for its member/s.
3. Membership  
Membership is open to all regardless of gender, age or disability. The Society shall consist of Full and Associate members and such other classes of membership as the Society in general meeting shall from time to time determine.
  - a. A full member shall have full rights as laid out hereto.
  - b. An associate member is defined as a volunteer during a performance/rehearsal.
4. Every applicant for membership shall give notice of his/her application in writing to the Society setting out his/her full name and address and date of birth (if under sixteen years of age).
5. Voting Rights  
Save as mentioned in Clause 6 (d) hereof any Full member/s of the Society shall be entitled to attend any Annual General Meeting (AGM) or Extraordinary General Meeting thereof and to vote thereat on any matter affecting the Society. Subject to the provision of Clauses 7 and 8 hereof, votes shall be recorded by a show of hands unless any member/s demands a ballot. In the case of equality the Chairperson shall have a second or casting vote.
6. Subscriptions
  - a. All Full members of the society shall subscribe to the Society such an annual sum as shall be fixed for their class of membership by the Society in General Meeting from time to time which sum shall be due on 1<sup>st</sup> April each year for the year immediately thereafter and which shall be paid before 30<sup>th</sup> August in that year.
  - b. Any member/s who shall not pay his/her subscription after it shall have become due and payable and fails within twenty eight days after demand therefore has been made by the Treasurer shall immediately forfeit all rights in the Society until such time as he/she shall pay. If payment has not been made within twelve months of becoming due whether such demand as foresaid has been made or not he/she shall cease to be a member/s of the Society.
  - c. Any new Full member/s joining the Society after 1<sup>st</sup> September shall be liable pay half the annual subscription.
  - d. No Full member/s whose subscription is in arrears shall
    - i. Take part in any performance given by the Society whether as a member/s of the cast or as a member/s of the stage staff.
    - ii. Be eligible to vote at any meetings of the Society or for election to any office or for appointment to any committee.
7. Officers
  - a. The officers of the Society shall consist of Chairperson, Vice Chairperson, Secretary and Treasurer.

- b. They shall be proposed, seconded and elected by ballot at each AGM of the Society. Save as provided in Clause 8(b) and 10(a) hereof, they shall hold office until the next AGM when they shall retire but shall be eligible for re-election.

#### 8. The Committee

- a. The affairs of the Society shall be conducted and managed by a single committee comprising of the Officers of the Society who shall be ex officio member/s together with a Technical Officer, a Publicity Officer, a Wardrobe co-ordinator and two other member/s whose election, tenure of appointment, retirement and eligibility for re-election shall be governed by the provisions of clause 9(b) hereof.
- b. Excepting the Officers of the Society and save as provided in clauses 9(c)-(e) hereof the members of the Committee shall be proposed, seconded and elected by the ballot of each AGM of the Society or at any EGM duly summoned by the Chairperson for such purpose. Notice of such EGM must be given by the Chairperson to the Secretary at least 21 days before the meeting. Notice must then be given to the member/s of the Society in accordance with clause 15 (c).
- c. A member/s of the Committee may be removed from office on the Committee by a majority of those member/s of the Society present and voting at a EGM of the Society held for that purpose and convened in accordance with clause 15 (b) hereof.
- d. Any vacancy on the committee howsoever created shall be filled by the Committee.
- e. The Committee may from time to time co-opt any member/s of the Society for specified purposes and any member/s so co-opted shall for the purpose for which he/she has been co-opted be deemed to be a member/s of such committee and shall be permitted to vote at committee meetings on the subject for which he/she has been co-opted.
- f. The Committee shall meet at least every six weeks.
- g. Minutes of each Committee meeting shall be posted on Society's web site within a reasonable time thereafter.
- h. The quorum for meeting of the Committee shall be five. At all committee meetings the Chairperson shall have only a casting vote.
- i. The Committee shall make such rules for the conduct of its business as it considers necessary.
- j. The Officers of the Society may make such arrangements for the temporary delegation of their powers to other member/s of the Committee as they shall consider necessary.
- k. The Committee shall be responsible to the Society and shall present to the AGM:-
  - i. A report by the Secretary of the affairs of the Society during the preceding year.
  - ii. A report by the Treasurer on the Society's financial provision which have been independently examined.

#### 9. The duties of the Committee shall be inter alia, to:

- a. Review the Constitution six weeks prior to the AGM and advise the membership of any anomalies or proposed amendments.
- b. Circulate to all member/s of the Society prior to the AGM each year a recommended programme for the period commencing in the August following the AGM and continuing for a further twelve months;
- c. Include in the recommended programme full details including dates, plays producer, production and back stage arrangements;
- d. Agree budget estimates of expenditure and income for each production;
- e. Make provisional booking of dates and when the programme has been confirmed by the AGM to confirm those arrangements;
- f. Be responsible for the back stage, costume and lighting arrangements in accordance with the producer's wishes;

- g. Consider the finance available for each production;
- h. Consider any items of expenditure outside a production budget;
- i. Fix the prices for tickets etc, and to be responsible for organising the raising of such other funds as may be necessary.
- j. To appoint a Safeguarding Advisor to ensure the implementation of the Safeguarding Policy.

#### 10. The Chairperson

- a. The Chairperson shall retire annually and the retiring Vice Chairperson shall assume the office of Chairperson.
- b. If the retiring Vice Chairperson is unable or unwilling to assume the office of Chairperson the office will be filled in accordance with the provisions of clause 8(b) hereof.
- c. The retiring Chairperson shall be eligible for election to any office of the Society.

#### 11. The Secretary

- a. The Secretary shall keep the Minutes and conduct the correspondence of the Society subject to the direction of the Committee. He/she shall have custody of and be responsible for the Society's books and documents except those relating to the finances of the Society. He/she shall hold a copy of the Constitution which shall be available for all member/s of the Society to inspect. He/she shall have such powers as are otherwise mentioned herein and shall circulate the Minutes of each meeting of the Society at the next similar meeting thereof. He/she shall give at least seven days notice of all Ordinary Meetings to all members of the Society. The Secretary shall be an officer to whom any member/s should address any item of complaint or concern in the first instance.
- b. If so required by any member/s of the Society he/she shall give that member/s access to all papers of the Society.

#### 12. The Treasurer

- a. The Treasurer shall be responsible for the keeping of the Society's accounts and shall make up the annual statement thereof to the last day of February in each year which shall be independently examined printed and circulated to members at the AGM.
- b. All payments on behalf of the Society shall be authorised by the Committee and shall be made by cheque drawn on the Society's Bank Account for the time being and signed by any two of the Chairperson, Vice Chairperson, Secretary, and Treasurer of the Society.
- c. The Treasurer shall be responsible for the collection of annual subscriptions.

#### 13. Finance

- a. All income of the Society must be paid into a Bank account in the name of the Society without any deductions.
- b. Any member/s of the Society shall be entitled to recover expenses properly incurred by him on behalf of the Society provided that any member/s who has incurred such expense in excess of the amount allocated will only be reimbursed after approval of a majority of the Committee has been obtained.
- c. The Society's financial Year shall end on the last day of February in each year.
- d. No gifts shall be made to Charitable or other organisations without the prior approval of a majority of the members present and voting at an EGM or AGM of the Society.
- e. Surplus funds at the end of each Financial Year may be invested on the advice and with the approval of a majority of those present and voting at the AGM of the Society.
- f. In a case of urgency the Chairperson shall have discretion to spend up to £100 on any one occasion without reference to the Committee.

#### 14. Meetings

- a. The AGM of the Society shall take place in the month of March in each year upon a date and time fixed by the Committee.
- b. The Committee may at any time for any special purpose call a EGM and they shall do so forthwith upon the written request of any five members of the Society served upon the Secretary stating the purpose for which the meeting is required.
- c. At least fourteen days before the AGM or any EGM the Secretary shall serve upon every member of the Society a written notice of such meeting and of the details of the business to be transacted thereat and no other business other than that of which notice has been so given shall be brought forward at such meeting.
- d. The quorum for any AGM/EGM of the Society shall be eight members.
- e. The minutes of the AGM shall only be circulated to the next AGM but the minutes of a EGM must be circulated to the next AGM.

#### 15. Expulsion Clause

- a. Every member on election to the Society implied undertakes to comply with the provisions hereof and any refusal or neglect to do so or any conduct which shall in the opinion of the Committee be unworthy of a member or shall be such as to be injurious to the character of the Society or the interests or the member/s shall be suspended and render such member/s liable to expulsion by a resolution of a meeting the Committee provided that:
  - i. At least fourteen days before such meeting he/she shall have had notice thereof and of the allegations made against him/her and of the intended resolution for his/her expulsion; and
  - ii. He/she shall at such meeting and before the passing of such resolution have had an opportunity of giving orally or in writing any explanation or defence he/she may think fit.
- b. The notice referred to in clause (a) i) above shall in addition inform the member/s of his/her right to give an explanation as aforesaid and that such right may be exercised by him in person and/or by Counsel or Solicitor or other person on his/her behalf.
- c. If a simple majority of the Committee present and voting upon the resolution when the matter is inquired into are of opinion that the member/s has been guilty of such refusal, neglect or conduct as aforesaid and that the member/s has failed to justify or explain it satisfactorily the Committee shall call upon the member/s to resign and if he/she does not resign provisions thereof shall forfeit all rights and privileges in and claims upon the Society and its property.

#### 16. Notices

Any notice required to be given to or served upon any member/s under the provisions hereof shall be deemed to have duly served if personally or by sending the same by ordinary pre-paid post address to such member/s at the address entered as being his/her in the books of the Society. It shall be the sole responsibility of each member/s to notify any changes of contact details to the Secretary.

#### 17. Financial Independent Examiner

An independent examiner shall be appointed each year by the Committee to examine the Treasurer's accounts and to certify the annual statement thereof.

#### 18. Amendment of Constitution

- a. These rules may be altered, repealed, added to or amended or new rules may be made by resolution at the AGM or at any EGM duly summoned provided that no such resolution shall be deemed to have been passed unless it is carried by a majority of at least two-thirds of the members present and voting thereon.

- b. Any member/s proposing to alter, repeal, add to or amend these rules must serve notice upon the Secretary at least 21 days before the meeting giving written details of the proposed changes.

19. Winding up & Dissolution

If at any general meeting duly summoned a resolution for the winding-up or dissolution of the Society shall be passed by a majority of at least two thirds of the members present and voting thereon, the property of the Society (including any sum standing to the credit of the Society in any Bank) shall be deemed to be vested in the member/s thereof at the date of such resolution and the Committee shall hold the assets of the Society and after the discharge of all liabilities shall pass over the same to such village organisation or organisations as shall be determined upon at the time of passing of such resolution as aforesaid to be held in trust by such organisation for any future drama group in Shawbury and upon the completion thereof the Society shall be dissolved.

20. Interpretation

The Committee of the Society shall be the sole authority for the interpretation of the provision hereof and their decision upon any question of interpretation upon any matter affecting the Society and not providing herein shall be final and binding on the member/s.